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JAMES E. HOWARD LLC
ONE THOMPSON SQUARE
SUITE 201
CHARLESTOWN, MA 02129

TEL (617) 886-9322
FAX (617) 886-9324
EMAIL JIM@JEHOWARDLAW.COM

February 15, 2008



VIA FEDERAL EXPRESS

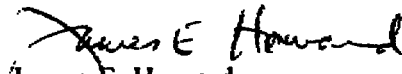
Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

Re: Bay Colony Railroad Corp.--Modified Rail Certificate--
Certain Lines of Commonwealth of Massachusetts
Finance Docket No. 29963

Dear Secretary Quinlan:

Enclosed for filing in the above-captioned matter on behalf of Bay Colony Railroad Corporation are an original and 10 copies of a "Notice of Intent to Terminate Certain Service". If you have any questions or need additional information, please contact the undersigned. Thank you very much for your attention to this request.

Very truly yours,


James E. Howard

Enclosures

RECEIVED
FEB 19 2008
F. of
Public Records

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 29963

BAY COLONY RAILROAD CORPORATION --
MODIFIED RAIL CERTIFICATE -- CERTAIN LINES OF
COMMONWEALTH OF MASSACHUSETTS



NOTICE OF INTENT TO TERMINATE CERTAIN SERVICE

James E. Howard
One Thompson Square
Suite 201
Charlestown, MA 02129
617-886-9322--telephone
617-886-9324--facsimile
jim@jehowardlaw.com--e-mail

Attorney for Bay Colony
Railroad Corporation

Dated: February 15, 2008

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Office of Proceedings
FEB 16 2008
Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 29963

BAY COLONY RAILROAD CORPORATION --
MODIFIED RAIL CERTIFICATE -- CERTAIN LINES OF
COMMONWEALTH OF MASSACHUSETTS

NOTICE OF INTENT TO TERMINATE CERTAIN SERVICE

Bay Colony Railroad Corporation ("BCLR") hereby files this Notice of Intent to Terminate Certain Service" (the "Notice") pursuant to 49 CFR 1150.24.

1. BCLR was the operator of certain lines of railroad, which are owned by the Commonwealth of Massachusetts, pursuant to a modified certificate of public convenience and necessity, which was issued by the Interstate Commerce Commission ("ICC") in Finance Docket No. 29963 by notice served on June 29, 1982 and which is attached hereto as Exhibit A ("1982 Modified Certificate").

2. BCLR is the operator of certain other lines of railroad, one of which is owned by the Commonwealth of Massachusetts (the Lowell Secondary Track) and one of which is owned by the Massachusetts Bay Transportation Authority and is subject to a permanent freight easement owned by BCLR (the Millis Industrial Track), pursuant to a modified certificate of public convenience and necessity, which was issued by the ICC in Finance Docket No. 29963 by notice served on September 24, 1987 and which is attached hereto as Exhibit B ("1987 Modified Certificate")

3. Pursuant to a notice dated November 2, 2007, BCLR gave notice of its intent to terminate service as of 11:59 p.m. on January 5, 2008 on the Lowell Secondary Track, as described in the 1987 Modified Certificate, and on the following lines as described in the 1982 Modified Certificate: Buzzards Bay (milepost 0.3) to Falmouth (milepost 13.8); Sandwich (milepost 7.8) to Hyannis (milepost 24.3); Yarmouth (milepost 0.0) to South Dennis (milepost 5.6); Weir Junction (milepost 0.0) to Winter Street (milepost 1.5); Buzzards Bay (milepost 0.0) to East Sandwich (milepost 7.8); and Buzzards Bay (milepost 1.5 [sic]) to Middlemore [sic] (milepost 19.8 [sic]) (the proper description of this last line is Buzzards Bay (milepost 19.8) to Middleboro (milepost 1.5)).

4. Massachusetts Coastal Railroad, LLC ("MC") filed a notice on November 29, 2007 for a modified certificate to operate certain of the lines listed in paragraph 3 above as well as the portion of the Watuppa branch that is owned by the Commonwealth of Massachusetts and that was described in the 1982 Modified Certificate as "Watuppa (milepost 6.0) to Westport Factory (milepost 12.1)" (the "State Watuppa Line"). STB Finance Docket No. 35097. BCLR owns and operates the portion of the Watuppa branch between the connection with CSX Transportation at milepost 0.08 and the beginning of the State Watuppa Line at milepost 6.0. At the request of MC and with the consent of the Commonwealth of Massachusetts, BCLR has continued to provide service to the shipper located on the State Watuppa Line subsequent to January 5, 2008 while MC and BCLR continue to address long-term arrangements for service to such shipper.

5. As requested by the Commonwealth of Massachusetts, BCLR hereby gives notice of its intent to terminate service as of 11:59 p.m. on April 16, 2008 on the State Watuppa Line as described in the 1982 Modified Certificate.

6. BCLR has not and is not by this Notice giving notice of the termination of its rights to provide service on the Millis Industrial Track, as described in the 1987 Modified Certificate, or on the lines described in the 1982 Modified Certificate other than the lines that are listed in paragraphs 3 and 5 above.

7. BCLR hereby represents that, simultaneously with the filing of this Notice with the Board, it is filing a copy of the Notice with the Executive Office of Transportation and Public Works of the Commonwealth of Massachusetts and mailing copies of the Notice to all persons that have used the State Watuppa Line within six months preceding the date of this Notice.

Bay Colony Railroad Corporation

By its Attorney,



James E. Howard

One Thompson Square
Suite 201

Charlestown, Massachusetts 02129

Telephone: 617-886-9322

Facsimile: 617-886-9324

Dated: February 15, 2008

INTERSTATE COMMERCE COMMISSION

Finance Docket No. 29963

BAY COLONY RAILROAD CORPORATION

• Modified Rail Certificate

SERVICE DATE

JUN 29 1982

JUL 1 1982

June 21, 1982

NOTICE:

On June 10, 1982, a notice was filed by the Bay Colony Railroad Corporation for a modified certificate of public convenience and necessity under 49 C.F.R. 1120.21, published at 47 Fed. Reg. 8195. As of that date, this carrier is authorized to provide service over the following lines of the former Penn Central Transportation Company: Buzzards Bay (milepost 0.3) to Falmouth (milepost 13.8), Sandwich (milepost 7.8) to Hyannis (milepost 24.3), Yarmouth (milepost 0.0) to South Dennis (milepost 5.6), Needham Jct. (milepost 10.1) to W. Roxbury (milepost 7.2), N. Abington (milepost 0.0) to W. Hanover (milepost 3.6), S. Braintree (milepost 1.7) to Plymouth (milepost 27.1), Needham Jct. (milepost 0.0) to Medfield Jct. (milepost 7.2), Needham Jct. (milepost 10.1) to Cook St. (milepost 14.1), Watuppa (milepost 6.0) to Westport Factory (milepost 12.1), Weir Jct. (milepost 0.0) to Winter Street (milepost 1.5), Weymouth (milepost 1.5) to Hingham (milepost 6.5) and Buzzards Bay (milepost 0.0) to East Sandwich (milepost 7.8) to Buzzards Bay (milepost 1.5) to Middlemore (milepost 19.8).

The lines are owned by the Commonwealth of Massachusetts.

This notice shall be served upon the Association of American Railroads (Car Service Division) as agent of all railroads subscribing to the car-service and car-hire agreement, and upon the American Short Line Railroad Association.

By the Commission, Heber P. Hardy, Director, Office of Proceedings.

AGATHA L. MERGENOVICH
Secretary

Exhibit A

SEP 28 1987

FR-7035-01
DO

SERVICE DATE

SEP 24 1987

INTERSTATE COMMERCE COMMISSION

Finance Docket No. 29963

BAY COLONY RAILROAD CORPORATION
MODIFIED RAIL CERTIFICATE^{1/}

FD/3

NOTICE

On September 2, 1987, a notice was filed by the Bay Colony Railroad Corporation (Bay Colony), for a modified certificate of public convenience and necessity under 49 CFR 1150.23. Bay Colony has entered into an agreement with the Commonwealth of Massachusetts to operate the Millis Industrial Track, now operated by Consolidated Rail Corporation (Conrail), and the Lowell Secondary Track, now operated by Springfield Terminal Railway Company (ST). The Commonwealth of Massachusetts runs both of these rail lines.

The Millis Industrial Track is a 3.4 mile rail line in the Commonwealth of Massachusetts between the northeast side of the Framingham Secondary right-of-way line in Medfield Junction (Milepost 0.0) and the end of the line in Millis

^{1/} Bay Colony's operation of the Millis Industrial Track and the Lowell Secondary Track -- the two lines here at issue -- is the subject of this modified rail certificate, and, contrary to Bay Colony's assertion, does not involve an amendment of Bay Colony's prior modified rail certificate, served June 29, 1982, that covers a number of lines owned by the Commonwealth of Massachusetts.

Exhibit B

(Milepost 3.4), all in Norfolk County. The involved 5.3 mile segment of the Lowell Secondary Track in the Commonwealth of Massachusetts extends between West Concord (Milepost 11.5) and Acton (Milepost 16.8), all in Middlesex County.

The Lowell Secondary Track was conveyed to the Commonwealth of Massachusetts by deed of the Penn Central Transportation Company (Penn Central) dated May 14, 1982. Service on the line was continued by ST under lease from the Commonwealth of Massachusetts. ST currently has a modified certificate to operate over the Lowell Secondary. ST is expected to terminate its service pursuant to 49 CFR 1150.24 at or about the time Bay Colony commences operations.

The Millis Industrial Track was conveyed to Massachusetts Bay Transportation Authority, an agency of the Commonwealth of Massachusetts, by deed of Penn Central dated January 17, 1973, subject to a reservation of right to operate freight service over the track. Freight service on the line was continued by Penn Central, and subsequently by Conrail. Conrail's application under 45 U.S.C. 748 to discontinue operation of the Millis Industrial Track in No. AB-167 (Sub-No. 954N) was approved by decision served September 11, 1987.

This notice must be served on the Association of American Railroads (Car Service Division) as agent of all railroads subscribing to the car-service and car-hire agreement, and on the American Short Line Railroad Association.

Dated: September 16, 1987.

By the Commission, Jane F. Mackall, Director, Office of Proceedings.

(SEAL)

Noreta R. McGee
Secretary